



## ANNUAL REPORT 2018-19

### SJVN LIMITED

CIN: L40101HP1988GOI008409

**Registered Office:** SJVN Corporate Office Complex, Shanan, Shimla-171006

**Telephone:** 0177- 2660075, Fax: 0177-2660071,

**Email:** investor.relations@sjvn.nic.in, **Website:** www.sjvn.nic.in

## NOTICE

NOTICE is hereby given that the **31<sup>st</sup> Annual General Meeting** of the Members of SJVN Limited will be held on **27<sup>th</sup> September 2019, Friday at 1500 HRS at SJVN Corporate Office Complex, Shanan, Shimla - 171006, Himachal Pradesh** to transact the following businesses:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019 together with the Balance Sheet and Statement of Profit and Loss for the financial year ended as on that date together with Reports of the Board of Directors and Auditors thereon and comments of the Comptroller and Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.
2. To confirm the payment of Interim Dividend of ₹1.50 per share and to declare the final dividend, if any, on equity shares for the financial year 2018-19.
3. To appoint a Director in place of **Shri Rakesh Kumar Bansal [DIN 06395552]**, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of **Shri Amarjit Singh Bindra [DIN 03358160]**, who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 5. **Appointment of Shri Shubash Chander Negi as Independent Director:**

To consider and, if thought fit, to pass with or without modifications, the following Resolution as an **Ordinary Resolution:-**

**"RESOLVED THAT**, pursuant to the provisions of Section 149, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), the appointment of Shri Shubash Chander Negi (DIN 01830394) as an Independent Director of the Company w.e.f. 25<sup>th</sup> March, 2019 by the President of India vide Ministry of Power, Government of India's order 20/6/2017-Coord.(II) dated 25.03.2019 in exercise of powers conferred under Article 32 of the Articles of Association of the Company be and is hereby approved."

#### 6. **Appointment of Dr. Rajnish Pande as Independent Director:**

To consider and, if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:-

**"RESOLVED THAT**, pursuant to the provisions of Section 149, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), the appointment of Dr. Rajnish Pande (DIN 08406125) as an Independent Director of the Company w.e.f. 29<sup>th</sup> March, 2019 by the President of India vide Ministry of Power, Government of India's order 20/6/2017-Coord.(II) dated 25.03.2019 in exercise of powers conferred under Article 32 of the Articles of Association of the Company be and is hereby approved."

#### 7. **Ratification of remuneration of Cost Auditor for financial year 2019-20:**

To consider and, if thought fit, to pass with or without modifications, the following Resolution as Ordinary Resolutions:-

**"RESOLVED THAT**, pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, the remuneration of ₹2,10,000/- plus GST as applicable plus Out of pocket expenses incurred in connection with the cost audit to be paid to M/s Balwinder & Associates, Cost Accountants, Chandigarh, Cost Auditors of the Company for the financial year 2019-20, as approved by the Board of Directors of the Company, be and is hereby ratified."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By order of the Board of Directors**

**(Soumendhra Das)**  
**Company Secretary**  
**FCS-4833**

**Date:** 12th August, 2019  
**Place:** New Delhi



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### NOTES:-

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies, in order to be effective must be lodged with the Company not less than 48 hours before the commencement of the Annual General Meeting, i.e. latest by **(03:00 PM)** on, **25<sup>th</sup> September 2019**. Blank proxy form is enclosed.
3. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. With effect from April 01, 2014, inter-alia, provisions of section 149 of Companies Act, 2013, has been brought into force. In terms of the said section read with section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Therefore, the directors to retire by rotation have been re-ascertained on the date of this notice.
5. As required by Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant details of **Shri Rakesh Kumar Bansal [DIN 06395552]** and **Shri Amarjit Singh Bindra [DIN 03358160]** retiring by rotation and seeking re-appointment under items no. 3, & 4 of the Notice respectively are annexed. In exercise of powers vested under Articles of Association of the Company, the above Directors were appointed by President of India (acting through Ministry of Power) for a period of 5 years from the date of taking over the charge or till date of superannuation or till further orders whichever is earlier.
6. None of the Directors of the Company are anywhere related with each other.
7. Members are requested to:
  - (i) Note that copies of Annual Report will not be distributed at the Annual General Meeting.
  - (ii) Bring their copies of Annual Report, Notice and Attendance Slip duly completed and signed at the meeting.
  - (iii) Deliver duly completed and signed Attendance Slip and hand them over at the entrance of the meeting venue as entry to the Hall will be strictly on the basis of the entry slip available at the counter at the venue to be exchanged with the attendance slip. Photocopies of Attendance Slip will not be entertained for issuing entry slip for attending Annual General Meeting.
  - (iv) Polling Slips/ Forms, if required, shall be provided at the venue of the Meeting.
  - (v) Quote their Folio No. or Client ID & DP ID Nos. in all correspondence.
  - (vi) Note that due to strict security reasons, mobile phones, eatables and other belongings are not allowed inside the Auditorium.
  - (vii) Note that no gifts / coupons will be distributed at the Annual General Meeting.
8. Corporate Members are requested to send a duly certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from **21<sup>st</sup> September 2019 (Saturday) to 27<sup>th</sup> September 2019 (Friday)** (both days inclusive).
10. **The Board has recommended a Final Dividend @ ₹0.65 per share at its 274<sup>th</sup> meeting held on 29<sup>th</sup> May 2019. The dividend, if declared, at the Annual General Meeting will be paid to those Members, whose names appear on the Register of Members of the Company at the closure of business hours of 20<sup>th</sup> September 2019 (Friday).**
11. Subject to the provisions of Section 126 of the Companies Act, 2013, the Final Dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid on or after 3<sup>rd</sup> October 2019.
12. Pursuant to Section 125 of the Companies Act, 2013, the dividend amounts which remain unpaid / unclaimed for a period of seven years, are required to be transferred to the Investor Education & Protection Fund of the Central Government. Therefore, Members are advised to encash their Dividend warrants immediately on receipt.
13. Members are advised to submit their Electronic Clearing System (ECS) mandates to enable the company to make remittance by means of ECS. Those holding shares in Electronic Form may obtain and send the ECS Mandate Form directly to their Depository Participant (DP). Those holding shares in physical form may obtain and send the ECS mandate form to **Alankit Assignments Limited, Alankit House, 4E/2, Jhandewalan Extension, New Delhi - 110055**, (the Registrar & Transfer Agent of the company), if not done earlier.
14. The shareholders who do not wish to opt for ECS facility may please mail their banker's name, branch address and account number to Alankit Assignments Limited, Registrar & Share Transfer Agent of the Company to enable them to print these details on the dividend warrants,
15. Members holding shares in multiple folios in physical mode are requested to apply for consolidation to the Company or its Registrar & Transfer Agent along with relevant Share Certificates.
16. All the documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days (barring Saturday and Sunday), between 11.00 AM to 5.00 PM up to one day prior to the date of AGM.



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17. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Registrar & Transfer Agents of the Company the prescribed Form (Form SH-13 in duplicate) of the Companies (Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
18. Annual Listing fee for the year 2019-20 has been paid to the Stock Exchanges wherein shares of the Company are listed.
19. Members are requested to send all correspondence concerning registration of transfers, transmissions, subdivision, consolidation of shares or any other shares related matter and bank account to the Company's Registrar at the address given in Note No.13 above.
20. Members are requested to notify immediately any change of address:
  - (i) to their Depository Participants (DP) in respect of shares held in dematerialized form, and
  - (ii) to the Company at its Registered Office or its Registrar & Transfer Agent, Alankit Assignments Limited in respect of their physical shares, if any, quoting their folio number.
21. Members desirous of getting any information on any item of business of this meeting are requested to address their queries to the Company Secretary at least ten days prior to the date of the meeting, so that the information required can be made readily available at the meeting.
22. The annual report for 2018-19 along with the notice of Annual General Meeting, Attendance Slip and Proxy Form is being sent by electronic mode to all the shareholders who have registered their Email IDs with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy.
23. Members who have not registered their email IDs, physical copies of the annual report 2018-19 along with the notice of Annual General Meeting, Attendance Slip and Proxy Form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website [www.sjvn.nic.in](http://www.sjvn.nic.in) and notice will also be available at [www.evotingindia.com](http://www.evotingindia.com) for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email ID viz. [investor.relations@sjvn.nic.in](mailto:investor.relations@sjvn.nic.in).
24. Members who do not wish to vote through electronic means can cast their vote in person or through proxy via Ballot facility provided at the venue of the Annual General Meeting.

### VOTING THROUGH ELECTRONIC MEANS AND BALLOT

1. Pursuant to Section 108 and corresponding Rules of Companies Act, 2013 as well as Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will provide e-voting facility to the members. All business to be transacted at the annual general meeting can be transacted through the electronic voting system.
2. The notice of annual general meeting will be sent to the members, whose names appear in the register of members/ depositories as at closing hours of business, on 23<sup>rd</sup> August 2019.
3. The shareholders shall have one vote per equity share held by them. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.
4. The Company has appointed Mr. Santosh Kumar Pradhan, Practicing Company Secretary, as the scrutinizer for conducting the e-voting and ballot process in the fair and transparent manner.
5. The scrutinizer will submit his final report on votes casted through Ballot & e-voting to Chairman of the Company within three working days after the conclusion of e-voting period.
6. The results of annual general meeting shall be declared by the Chairman or his authorized representative or anyone Director of the Company on/ or after annual general meeting within the prescribed time limits.
7. The result of the e-voting will also be placed at the website of the Company viz. [www.sjvn.nic.in](http://www.sjvn.nic.in) and also on [www.evotingindia.com](http://www.evotingindia.com).
8. The scrutinizer's decision on the validity of e-voting and ballot will be final.

### The instructions for shareholders voting electronically are as under:

- (i) The voting period begins **9.00 a.m. on 24th September 2019** and ends on **5.00 p.m. on 26th September 2019**. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20<sup>th</sup> September 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders./Members
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.



- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
<b>PAN</b>	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of SJVN Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non - Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013.**

**Item No.5:**

Shri Subhash Chander Negi (DIN 01830394) as an Independent Director of the Company by the President of India vide Ministry of Power, Government of India's order 20/6/2017-Coord.(II) dated 25.03.2019 in exercise of powers conferred under Article 32 of the Articles of Association of the Company. The Company has received from Sh. Shri Subhash Chander Negi (i) Consent to Act as a Director in Form DIR - 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualifications of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013 and (iii) A Declaration to the effect that he meets the criteria of independence



as specified in Section 149 (6) of the Companies Act, 2013.

His brief resume, inter alia, giving nature of expertise in specific functional area, shareholding in the Company, other directorships, Membership/Chairmanship of Committees and other particulars are given below:

<b>Name</b>	<b>Shri Subhash Chander Negi</b>
<b>DIN</b>	<b>01830394</b>
<b>Date of Birth</b>	22 <sup>nd</sup> September, 1950
<b>Date of Appointment</b>	25 <sup>th</sup> March, 2019
<b>Qualification</b>	Shri Subhash Chander Negi holds Bachelor's Degree in Science. In addition, he has acquired training and experience in diverse areas of Governance and Management from various prestigious educational and administrative Institutions of the country and abroad.
<b>Expertise in Specific Functional Area</b>	Shri Subhash Chander Negi, has been appointed as Non-Official Independent Director on the Board of SJVN Limited w.e.f. 25 <sup>th</sup> March 2019. Shri Negi is a retired Indian Administrative Services Officer of Himachal cadre - 1978 batch. During his career spanning over 39 years he has served on many key administrative positions in various Department of Himachal Pradesh State Government, like - Chairman / CMD - Himachal Pradesh State Electricity Board (HPSEB), Principal Secretary/Secretary to GoHP Departments of MPP & Power, Home & Vigilance, Industries, Tribal Development, Public Works Department, Personnel and Revenue, Managing Director - State Tourism Corporation, Member/ Director - Departments of Industries and Rural Development, Deputy Commissioner / Commissioner of two Districts. In addition, Mr. Negi has also served in IPS (Kerala - 76) and as Chairman, of HP State Electricity Regulatory Commission from February 2011 to September 2015
<b>Directorship held in other Listed Companies</b>	Nil
<b>Names of other Listed Entities in which the person holds the membership of the Committees</b>	Nil
<b>Relationships Between Directors Inter-se</b>	Nil
<b>Number of Shares Held</b>	Nil

The Resolution seeks the approval of members in terms of Section 149, 152 and other applicable provisions of the Act and the rules made there under for appointment of Shri Subhash Chander Negi as an Independent Director of the Company, not liable to retire by rotation.

None of the Directors or Key Management Personnel of the Company or their relatives except Shri Subhash Chander Negi, is in any way, concerned or interested financially or otherwise in the resolution.

The Board recommends the Ordinary Resolution set out at item no.5 of the Notice for approval by the shareholders.

#### Item No.6

Dr. Rajnish Pande (DIN 08406125) as an Independent Director of the Company by the President of India vide Ministry of Power, Government of India's order 20/6/2017-Coord.(II) dated 25.03.2019 in exercise of powers conferred under Article 32 of the Articles of Association of the Company. Subsequently his appointment was taken note of by the Board with effect from 29.03.2019.

The Company has received from Dr. Rajnish Pande (i) Consent to Act as a Director in Form DIR - 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR 8 in terms of Companies (Appointment & Qualifications of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013 and (iii) A Declaration to the effect that he meets the criteria of independence as specified in Section 149 (6) of the Companies Act, 2013.

His brief resume, inter alia, giving nature of expertise in specific functional area, shareholding in the Company, other directorships, Membership/Chairmanship of Committees and other particulars are given below:

<b>Name</b>	<b>Dr. Rajnish Pande</b>
<b>DIN</b>	<b>08406125</b>
<b>Date of Birth</b>	04th April, 1962
<b>Date of Appointment</b>	29th March, 2019
<b>Qualification</b>	Dr. Rajnish Pande has done his Doctorate, Masters & Bachelor's Degrees in Economics from Kumaun University
<b>Expertise in Specific Functional Area</b>	Dr. Rajnish Pande is presently working as Professor in Kumaun University and specializes in Labour Economics. He obtained Doctorate, Masters & Bachelor's Degrees in Economics from Kumaun University. He started his career as a Lecturer in Kumaun University in 1988 and was subsequently elevated as Sr. Lecturer, Reader and Professor. He has a number of Research Papers, Articles and Abstracts published in leading national and international Journals to his credit. In addition, he has also edited three Books and one Research Project.



<b>Directorship held in other Listed Companies</b>	Nil
<b>Names of other Listed Entities in which the person holds the membership of the Committees.</b>	Nil
<b>Relationships Between Directors Inter-se</b>	Nil
<b>Number of Shares Held</b>	Nil

The Resolution seeks the approval of members in terms of Section 149, 152 and other applicable provisions of the Act and the rules made there under for appointment of Dr. Rajnish Pande as an Independent Director of the Company, not liable to retire by rotation.

None of the Directors or Key Management Personnel of the Company or their relatives except Dr. Rajnish Pande is in any way, concerned or interested financially or otherwise in the resolution.

The Board recommends the Ordinary Resolution set out at item no. 6 of the Notice for approval by the shareholders.

**Item No.7:**

The Board, on the recommendation of the Audit Committee has, vide its 275<sup>th</sup> meeting dated 12<sup>th</sup> August, 2019 has approved the appointment and remuneration of M/s Balwinder & Associates, Cost Accountants, Registration No. 000201, Chandigarh as the Cost Auditors to conduct the audit of the cost accounts and records maintained by the Company for the financial year ending 31<sup>st</sup> March 2020.

In accordance with Section 148 read with Companies (Audit and Auditors) Rules 2014, the remuneration payable to Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of members is sought for passing an Ordinary Resolution as set out at item no. 7 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31<sup>st</sup> March 2020.

None of the Directors / Key Managerial Personnel of the Company or their relatives are, in any way concerned or interested, financially or otherwise, in the resolution set out at item no. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at item no. 7 of the Notice for approval by the shareholders.

**BRIEF RESUME OF THE DIRECTORS SEEKING RE-ELECTION AT THE 31<sup>ST</sup> ANNUAL GENERAL MEETING.**

<b>Name</b>	<b>Shri Rakesh Kumar Bansal</b>	<b>Shri Amarjit Singh Bindra</b>
<b>DIN</b>	<b>06395552</b>	<b>03358160</b>
<b>Date of Birth</b>	24 <sup>th</sup> July 1960	14 <sup>th</sup> December, 1959
<b>Date of Appointment</b>	31 <sup>st</sup> October, 2012	9 <sup>th</sup> December, 2010
<b>Qualification</b>	Graduate in Mechanical Engineering from the National Institute of Technology, Allahabad and Postgraduate in Marketing, Production and Development Studies from Indian Institute of Management, Kolkata.	Honours Graduate in Commerce and a Member of the Institute of Chartered Accountants of India.
<b>Expertise in Specific Functional Area</b>	<b>Shri Rakesh Kumar Bansal</b> , is on our Board as Director (Electrical) since 31 <sup>st</sup> October 2012. Prior to board level appointment, Shri Bansal had been holding the charge of Executive Director of Nathpa Jhakri Hydro Power Station owned and operated by SJVN. Shri Bansal was also posted in Quality Assurances and Inspection Department, Corporate Planning & Monitoring Department and Commercial & System Operation Deptt in SJVN Corporate Office at Shimla.  Prior to joining our company, he has rendered 13 years service in various posts in BHEL Haridwar.	<b>Shri Amarjit Singh Bindra</b> , is on our Board as Director (Finance) since 9 <sup>th</sup> December 2010. Prior to joining the company, he was General Manager (Finance) in Delhi Metro Rail Corporation Limited. He has about 37 years of experience in NHPC, THDC and DMRC. Shri Bindra has wide experience in Financial planning, appraisal, getting clearances, Budgetary monitoring, contract management including commercial aspects and policy issues.
<b>Directorship held in other Listed Companies</b>	NIL	NIL
<b>Names of other Listed Entities in which the person holds the membership of the Committees</b>	NIL	NIL
<b>Relationships Between Directors Inter-se</b>	NIL	NIL
<b>Number of Shares Held</b>	1000	NIL



## PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies(Management and Administration) Rules, 2014)

### SJVN LIMITED

CIN : L40101HP1988GOI008409

Registered Office: SJVN Corporate Office Complex, Shanan, Shimla - 171 006, Himachal Pradesh.

Name of the member(s):		Email Id:	
Registered Address:		Folio No/*Client Id : *DP Id:	

I/We, being the member(s) of \_\_\_\_\_ shares of SJVN Limited, hereby appoint:

- 1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
- 2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him
- 3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_.

and whose signature(s) are proposed below as my / our proxy to vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on **Friday, 27th September 2019 at 1500 HRS at "SJVN Corporate Office Complex, Shanan, Shimla - 171006"** and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:-

	Resolutions	For	Against
1.	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the year ended 31st March 2019 together with the Balance Sheet and Statement of Profit and Loss for the financial year ended as on that date together with Reports of the Board of Directors and Auditors thereon and comments of the Comptroller and Auditor General of India, in terms of Section 143(6) of the Companies Act, 2013.		
2.	To confirm the payment of Interim Dividend of ₹1.50 per share and to declare the final dividend, if any, on equity shares for the financial year 2018-19.		
3.	To appoint a Director in place of Shri Rakesh Kumar Bansal [DIN 06395552], who retires by rotation and being eligible, offers himself for re-appointment.		
4.	To appoint a Director in place of Shri Amarjit Singh Bindra [DIN 03358160], who retires by rotation and being eligible, offers himself for re-appointment.		
SPECIAL BUSINESS			
5.	To appoint Shri Shubash Chander Negi as Independent Director		
6.	To appoint Dr. Rajnish Pande as Independent Director		
7.	Ratification of Remuneration of Cost Auditor for the Financial Year 2019-20.		

Please affix  
₹ 1/-  
Revenue  
Stamp

Signed this \_\_\_\_ day of \_\_\_\_ 2019.

Signature of  
Shareholder

Signature of  
First proxy holder

Signature of  
Second proxy holder

Signature of  
Third proxy holder

#### Notes:-

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder
- \*\* (4) this is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'for' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he /she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



## SJVN LIMITED

CIN : L40101HP1988GOI008409

Registered Office: SJVN Corporate Office Complex, Shanan, Shimla - 171 006, Himachal Pradesh.

### ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional slip at the venue of the meeting.

DP Id	
Client Id	

FOLIO No.	
No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER.....

I hereby record my presence at the 31ST ANNUAL GENERAL MEETING of the Company held on Friday, September 27th, 2019 at 1500 HRS at "SJVN Corporate Office Complex, Shanan, Shimla - 171006".

\_\_\_\_\_  
Signature of Shareholder

### ROUTE MAP TO THE VENUE OF THE AGM

